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FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Case No: 18-50946 LMJ
Case Name: Product Quest Manufacturing, Llc

Judge: Lena M. James

Trustee Name: C. EDWIN ALLMAN, III, Trustee

Date Filed (f) or Converted (c): 10/31/2018 (c)

341(a) Meeting Date: 12/07/2018

Claims Bar Date: 01/09/2019

For Period Ending: 01/07/2020

1	2	3	4	5	6	7	8
Asset Description (Scheduled and Unscheduled (u) Property)	Petition/ Unscheduled Values	Est Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs)	Property Formally Abandoned OA=554(a)	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets	Lien Amount	Exempt Amount
1. Funds On Hand from Ch. 11 Operations (u)	Unknown	300,000.00		300,000.00	FA	0.00	0.00
2. 19.3 Raw Materials, Packaging	3,535,265.00	496,531.93		496,531.93	FA	0.00	0.00
3. 11.a. Accounts Receivable, 90 Days Old or Less, Retail	1,874,868.73	174,010.20		174,010.20	FA	0.00	0.00
4. 7.1 Deposits	64,930.34	20,398.99		20,398.99	FA	0.00	0.00
5. Refund for Unused Portion of D&O Policy (Willis of Texas, Inc.) (u)	Unknown	65,469.99		65,469.99	FA	0.00	0.00
6. 19.2 Raw Materials, Chemicals	4,648,495.10	918,868.82		918,868.82	FA	0.00	0.00
7. 3.1 Bank of America Deposits (5747) Disbursement account used for paying bills; balance is zero above disbursements made for operating	2,739,361.78	0.00		0.00	FA	0.00	0.00
8. 3.2 Bank of America Disbursement (8917) Account closed; zero	0.00	0.00		0.00	FA	0.00	0.00
9. 3.3 Bank of America Payroll (8933) This account was closed preconversion.	36,365.45	0.00		0.00	FA	0.00	0.00
10. 3.4 Bank of America Petty Cash (8920) This account was closed preconversion.	0.00	0.00		0.00	FA	0.00	0.00
11. 3.6 Bank of America SBR (3190) This account was closed preconversion.	0.00	0.00		0.00	FA	0.00	0.00
12. Void (u)	0.00	N/A		0.00	FA	0.00	0.00
13. 8.1 Prepayments	479,480.52	493.41		493.41	FA	0.00	0.00
14. 11.a. Accounts Receivable, 90 Days Old or Less, Contract Zero Value	1,460,502.48	0.00		0.00	FA	0.00	0.00

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15. 11.b. Accounts Receivable Over 90 Days Old, Contract Zero Value	230,368.81	0.00		0.00	FA	0.00	0.00
16. 11.b. Accounts Receivable Over 90 Days Old, Retail	176,436.42	77,955.43		77,955.43	FA	0.00	0.00
17. 11.b. Accounts Receivable Over 90 Days Old, Technology Zero Value	14,191.67	0.00		0.00	FA	0.00	0.00
18. 19.1 Raw Materials, Bulk	2,033,038.90	211,932.20		211,932.20	FA	0.00	0.00
19. 20.0 Work In Progress TRUSTEE VALUE FOR WORK IN PROGRESS IS ZERO. TRUSTEE IS SATISFIED THAT THIS IS A LIABILITY AND NOT AN ASSET.	168,018.10	0.00		0.00	FA	0.00	0.00
20. 21.1 Finished Goods - Contract TRUSTEE VALUE IS ZERO. TRUSTEE IS SATISFIED THAT THIS IS A LIABILITY AND NOT AN ASSET.	5,220,888.20	0.00		0.00	FA	0.00	0.00
21. 21.2 Finished Goods - In Transit TRUSTEE VALUE IS ZERO. TRUSTEE IS SATISFIED THAT THIS IS A LIABILITY AND NOT AN ASSET.	280,258.00	0.00		0.00	FA	0.00	0.00
22. 22.1 Other Inventory or Supplies, Excess & Obsolete Reserves	0.00	7,500.00		7,500.00	FA	0.00	0.00
23. 39.1 Office Furniture	29,773.39	3,103.70		3,103.70	FA	0.00	0.00
24. 40.1 Office Fixtures QC Office HVAC	1,321.33	137.74		137.74	FA	0.00	0.00
25. 41.0 Office equipment, computers, systems and softwares	171,459.01	17,873.58		17,873.58	FA	0.00	0.00
26. 47.0 Automobiles, vans, trucks, motorcycles, trailers, & titled farm vehicles	37,758.80	12,757.50		12,757.50	FA	0.00	0.00

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27. 50.0 Other Machinery, fixtures & equipment	3,592,210.83	379,511.47		379,511.47	FA	0.00	0.00
28. 77.1 Other Property, Intercompany Debt (90 Days Old or Less)	92,101.33	Unknown		0.00	Unknown	0.00	0.00
29. 77.2 Other Property, Intercompany Debt (Over 90 Days)	434.27	Unknown		0.00	Unknown	0.00	0.00
30. 60.0 Patents, Copyrights, Trademarks & Trade Secrets	Unknown	200,000.00		200,000.00	FA	0.00	0.00
31. 63.1 Customer Lists, Mailing List & Other Compilations Zero Value	Unknown	0.00		0.00	FA	0.00	0.00
32. 65.0 Goodwill Zero Value	Unknown	0.00		0.00	FA	0.00	0.00
33. 74.0 Causes of Action The representations and warranties insurance claim arises from alleged breaches in certain representations and warranties made by former owners to the Kalnos Capital acquisition entity in the August 14, 2015, Contribution and Unit Purchase Agreement, relating to the acquisition of Product Quest Manufacturing, LLC. The Trustee believes that this asset has been assigned to Lender and the Lender is separately pursuing recovery. the only value to the estate for this asset is that any recovery will reduce Lender's claim in this case.	Unknown	Unknown		0.00	Unknown	0.00	0.00
34. United Rentals	Unknown	646.92		646.92	FA	0.00	0.00
35. SERVICE FEES FOR PICKUP OF CUSTOMER OWNED ITEMS (u)	Unknown	400.00		400.00	FA	0.00	0.00
36. SCRAP-REMOVAL OF SCRAP FROM REAL PROPERTY (METAL, ETC.) (u)	0.00	5,481.67		5,481.67	FA	0.00	0.00
37. FPL - REFUND FOR AMOUNTS PAID BY ESTATE FOR POWER (NON-COMPENSABLE) (u)	0.00	7,240.06		7,240.06	FA	0.00	0.00

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38. WRIGHT FLOOD-Refund for Insurance Cancellations (Not Scheduled) NONCOMPENSABLE (u) NONCOMPENSABLE	Unknown	2,975.00		2,975.00	FA	0.00	0.00
39. FPL - REFUND FOR AMOUNTS PAID BY ESTATE FOR GAS (NON-COMPENSABLE) (u)	Unknown	723.68		723.68	FA	0.00	0.00
40. Refunds for Cancellation of Insurance Paid Post Petition (non-compensable) (u)	Unknown	83,501.34		83,501.34	FA	0.00	0.00
41. COMPASS GROUP LOCKBOX REFUND (u)	0.00	432.00		432.00	FA	0.00	0.00
42. Overpayment of Various Taxes (u)	0.00	82.50		82.50	FA	0.00	0.00

TOTALS (Excluding Unknown Values)	\$27,077,528.26	\$2,988,028.13	Gross Value of Remaining Assets \$2,988,028.13	\$0.00	\$0.00	\$0.00
			(Total Dollar Amount in Column 6)			

Major activities affecting case closing which are not reflected above, and matters pending, date of hearing or sale, and other action:

FIFTH INTERIM

On July 25, 2019, an order was entered authorizing Trustee to sell certain intellectual property to Randob Labs, Ltd., for the sum of \$200,000 [docket # 526]. This sale closed on July 26, 2019.

On July 23, 2019, the court entered an order authorizing Trustee to engage the services of Nexsen Pruet, PLLC, to investigate and, if appropriate, to pursue certain claims on behalf of the Trustee, including claims asserted against former directors, officers, and owners.

On July 25, 2019, an order was entered allowing Trustee an interim commission of \$61,315.25 from the funds of the bankruptcy estate.

At this point all assets of this estate have been liquidated other than potential claims.

By way of Order dated December 5, 2019 [docket #554], Trustee engaged ASK LLP as special counsel to pursue preference claims.

On December 10, 2019, an Order Certifying a Class and Granting Relief was entered in the adversary proceeding Jonathon Walker vs. Product Quest Manufacturing, et al. (18-06028). It is anticipated that further action will not be taken on this adversary proceeding unless there appears to be funds available for the payment of these claims.

Initial Projected Date of Final Report (TFR): 12/21/2020 Current Projected Date of Final Report (TFR): 12/21/2020

Trustee Signature: /s/ C. EDWIN ALLMAN, III, Trustee Date: 01/07/2020

C. EDWIN ALLMAN, III, Trustee
380 KNOLLWOOD ST., STE. 700
WINSTON-SALEM NC 27103
(336) 631-1433
ceallman@allmanspry.com

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FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 18-50946

Case Name: Product Quest Manufacturing, LLC

Trustee Name: C. EDWIN ALLMAN, III, Trustee

Bank Name: Union Bank

Account Number/CD#: XXXXXX0906

Checking

Blanket Bond (per case limit): \$600,000.00

Separate Bond (if applicable):

Taxpayer ID No: XX-XXX4401

For Period Ending: 12/31/2019

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account/CD Balance (\$)
			Balance Forward				\$0.00
		No Transactions					\$0.00

COLUMN TOTALS	\$0.00	\$0.00
Less: Bank Transfers/CD's	\$0.00	\$0.00
Subtotal	\$0.00	\$0.00
Less: Payments to Debtors	\$0.00	\$0.00
Net	\$0.00	\$0.00

Page Subtotals:

\$0.00

\$0.00

FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 18-50946

Case Name: Product Quest Manufacturing, LLC

Trustee Name: C. EDWIN ALLMAN, III, Trustee

Bank Name: Axos Bank

Account Number/CD#: XXXXXX0071

Checking

Blanket Bond (per case limit): \$600,000.00

Separate Bond (if applicable):

Taxpayer ID No: XX-XXX4401

For Period Ending: 12/31/2019

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account/CD Balance (\$)
			Balance Forward				\$437,973.16
10/14/19	2013	Archive Information Management, Inc. 1959 N. Peace Haven Road, Suite 189 Winston-Salem, NC 27106	INVOICE #0103260	2410-000		\$34.75	\$437,938.41
10/15/19	42	The Treasurer of the State of Ohio	Overpaid Unemployment Taxes	1224-000	\$82.50		\$438,020.91
10/28/19	40	Willis Towers Watson Willis of Texas, Inc. c/o National Accounting Center 26 Century Boulevard Nashville, TN 37214	NON-COMPENSABLE CANCELLATION REIMB. (Policy #3AA331831, Gen Liability)	1290-000	\$1,622.11		\$439,643.02
10/30/19	2014	Volusia County 123 W Indiana Avenue, Room 103 DeLand, FL 32720	2018 Tangible Tax Parcel: 6893110 Alternate Key: 6893110 Property Address: 330 Carswell Av, Holly Hill	2820-000		\$88,165.34	\$351,477.68
11/04/19	40	Willis of Texas, Inc. c/o national Accounting Center 26 Century Boulevard Nashville, TN 37214	Policy Cancellations Policies W19803180401; US 00072720PR18A & 795008903	1290-000	\$31,299.15		\$382,776.83
11/13/19	2015	Archive Information Management, Inc. 1959 N. Peace Haven Road, Suite 189 Winston-Salem, NC 27106	Invoice #0103469	2410-000		\$34.75	\$382,742.08
12/05/19	2016	Archive Information Management, Inc. 1959 N. Peace Haven Road, Suite 189 Winston-Salem, NC 27106	INVOICE # 0103694	2410-000		\$34.75	\$382,707.33
12/18/19	2017	County of Volusia Revenue Division 123 W Indiana Ave Room 103 DeLand FL 32720	SELLER'S PRORATA PORTION OF 2019 TANGIBLE PERSONAL PROPERTY TAX BILL PARCEL: 6893110 TAX YEAR: 2019 PROPERTY ADDRESS: 330 CARSWELL AVE; HOLLY HILL 32117	2820-000		\$600.58	\$382,106.75

COLUMN TOTALS

\$33,003.76

\$88,870.17

Page Subtotals:

\$33,003.76

\$88,870.17

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Less: Bank Transfers/CD's	\$0.00	\$0.00
Subtotal	\$33,003.76	\$88,870.17
Less: Payments to Debtors	\$0.00	\$0.00
Net	\$33,003.76	\$88,870.17

Page Subtotals:	\$0.00	\$0.00
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TOTAL OF ALL ACCOUNTS			
	NET DEPOSITS	NET DISBURSEMENTS	ACCOUNT BALANCE
XXXXXX0071 - Checking	\$389,405.33	\$1,963,112.33	\$382,106.75
XXXXXX0906 - Checking	\$2,598,622.80	\$642,809.05	\$0.00
	<u>\$2,988,028.13</u>	<u>\$2,605,921.38</u>	<u>\$382,106.75</u>
	(Excludes account transfers)	(Excludes payments to debtors)	Total Funds on Hand
Total Allocation Receipts:	\$0.00		
Total Net Deposits:	\$2,988,028.13		
Total Gross Receipts:	\$2,988,028.13		

Trustee Signature: /s/ C. EDWIN ALLMAN, III, Trustee Date: 01/07/2020

C. EDWIN ALLMAN, III, Trustee
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 WINSTON-SALEM NC 27103
 (336) 631-1433
 ceallman@allmanspry.com

Page Subtotals: \$0.00 \$0.00